

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re

CELSIUS NETWORK LLC, *et al.*¹

Debtors.

Chapter 11

Case No. 22-10964 (MG)

(Jointly Administered)

**SECOND SUPPLEMENTAL DECLARATION OF VINCENT E. LAZAR
IN SUPPORT OF THE APPLICATION AUTHORIZING
THE EMPLOYMENT OF JENNER & BLOCK LLP AS ATTORNEYS
FOR THE EXAMINER EFFECTIVE AS OF SEPTEMBER 29, 2022**

I, Vincent E. Lazar, declare the following is true to the best of my knowledge, information, and belief:

1. I am a partner in Jenner & Block LLP (“**Jenner & Block**”), a law firm with offices in Chicago, Illinois; Los Angeles, California; New York, New York; San Francisco, California; Washington, D.C.; and London, United Kingdom.² I am currently resident in Jenner & Block’s Chicago office, located at 353 North Clark Street, Chicago, IL 60654. I am a member in good standing of the bars of the States of New York and Illinois, and there are no disciplinary proceedings pending against me.

2. I submit this declaration (“**Supplemental Declaration**”) in support with the Application of the Examiner, Shoba Pillay, to employ Jenner & Block as the Examiner’s attorneys

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number are: Celsius Network LLC (2148); Celsius KeyFi LLC (4414); Celsius Lending LLC (8417); Celsius Mining LLC (1387); Celsius Network Inc. (1219); Celsius Network Limited (8554); Celsius Networks Lending LLC (3390); Celsius US Holding LLC (7956); GK8 Ltd. (1209); GK8 UK Ltd. (0893); and GK8 USA LLC (9450). The location of Debtor Celsius Network LLC’s principal place of business and the Debtors’ service address in these chapter 11 cases is 121 River Street, PH05, Hoboken, New Jersey 07030.

² The London office is operated by a separate partnership, Jenner & Block London LLP, which is affiliated with Jenner & Block.

effective as September 29, 2022 [Dkt. 962]. Unless otherwise stated in this Supplemental Declaration, I have personal knowledge of the facts set forth herein.

3. On September 29, 2022, the United States Trustee filed the *Application for Order Approving Appointment of Examiner*, which attached as Exhibit A the *Disinterestedness Declaration of Shoba Pillay* [Dkt. 921-1], dated September 28, 2022 (the “**Disinterestedness Declaration**”). The Disinterestedness Declaration identified certain connections of Jenner & Block and its attorneys to parties in interest identified by the Debtors and listed in Exhibit A to the Disinterestedness Declaration. Based upon this review, the Examiner concluded that she and Jenner & Block are each a disinterested person and eligible to serve as Examiner and counsel to the Examiner in these cases.

4. On October 4, 2022, the Examiner filed the *Examiner’s Application for Entry of an Order Authorizing the Retention and Employment of Jenner & Block LLP as Attorneys for the Examiner Effective as of September 29, 2022* [Dkt. 962] (the “**Application**”). In the attached *Declaration of Vincent E. Lazar* [Dkt. 962-3] (the “**Lazar Declaration**”), Jenner & Block disclosed that after the filing of the Disinterestedness Declaration, the Debtors identified additional parties in interest to Jenner & Block (listed in Exhibit 1 to the Lazar Declaration). Jenner & Block performed a full conflicts check with respect to these additional parties and did not identify any connections to report.

5. On October 4, 2022, the Examiner filed the *Examiner’s Application for Entry of an Order Authorizing the Retention and Employment of Jenner & Block LLP as Attorneys for the Examiner Effective as of September 29, 2022* [Dkt. 962] (the “**Application**”). In the attached *Declaration of Vincent E. Lazar* [Dkt. 962-3] (the “**Lazar Declaration**”), Jenner & Block

disclosed that after the filing of the Disinterestedness Declaration, the Debtors identified additional parties in interest to Jenner & Block (listed in Exhibit 1 to the Lazar Declaration). Jenner & Block performed a full conflicts check with respect to these additional parties and did not identify any connections to report.

6. On December 5, 2022, I filed the *Supplemental Declaration of Vincent E. Lazar in Support of the Application Authorizing the Employment of Jenner & Block LLP as Attorneys for the Examiner Effective as of September 29, 2022* [Dkt. 1608].

7. Through Jenner's client intake process, the firm has identified the following parties or certain of their affiliates which Jenner represents in matters wholly unrelated to the Debtors or these cases:

- a. CVS Pharmacy
- b. Deutsche Lufthansa AG

8. Jenner intends to continue to represent these parties on matters wholly unrelated to the Debtors or these cases.

9. Accordingly, per the Disinterestedness Declaration, Lazar Declaration, and this Supplemental Declaration, I believe Jenner & Block is a "disinterested person," as defined in Bankruptcy Code section 101(14); does not hold or represent an interest adverse to these chapter 11 cases, as required by Bankruptcy Code section 327(a); and that Jenner's partners, counsel, associates, and other attorneys do not hold or represent any interest adverse to these chapter 11 cases or their estates.

10. To the extent that any information disclosed herein requires subsequent amendment or modification upon Jenner & Block's completion of further analysis or as additional information

regarding creditors and other parties in interest becomes available, one or more supplemental declarations will be submitted to the Court reflecting the same.

I declare under penalty of perjury as provided in 28 U.S.C. § 1746 that the foregoing is true and correct according to the best of my knowledge, information, and belief.

Dated: March 21, 2023

/s/ Vincent E. Lazar
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